

**THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

VOLKSWAGEN AG, VOLKSWAGEN OF
AMERICA, INC. and BUGATTI
INTERNATIONAL, S.A.

Plaintiffs and Counterclaim
Defendants,

v.

THE BUGATTI, INC.

Defendant and Counterclaim Plaintiff.

Civil Action No. 05-11067-PBS

STIPULATION AND ORDER OF DISMISSAL WITH PREJUDICE

This matter having come before the Court after an ADR proceeding March 15, 2006 mediated by US Magistrate Judge Sorokin between Plaintiffs Volkswagen AG, Volkswagen of America Inc., Bugatti International S.A., on the one hand, and Defendant The Bugatti, Inc., on the others (collectively “the Parties”);

Magistrate Judge Sorokin having reported the case as settled and directed entry of a 60 day order of dismissal March 16, 2006;

The Court having entered a Settlement Order of Dismissal March 16, 2006, without costs and without prejudice;

The final Settlement Agreement having been concluded between the Parties; and

Now by stipulation, the Parties, by and through their attorneys, move for an order dismissing with prejudice all claims, counter claims and affirmative defenses and request that the Court retain jurisdiction over the enforcement of the Settlement Agreement and Mutual Releases.

IT IS HEREBY ORDERED that:

1. The action is dismissed with prejudice and without costs.
2. The United States District Court for the District of Massachusetts retains jurisdiction to enforce the Settlement Agreement and Mutual Releases (the “Settlement Agreement”) entered into by the parties as of March 29, 2006 pursuant to 28 USC § 636(c) as per that agreement.
3. This Order of Dismissal resolves the referenced claims, counterclaims and affirmative defenses and closes this case in all respects.

SO ORDERED,

Date

Saris, J.

ACCEPTED AND AGREED:

VOLKSWAGEN AG, VOLKSWAGEN OF
AMERICA, INC. and BUGATTI
INTERNATIONAL, S.A.,
Plaintiffs

THE BUGATTI, INC.
Defendant

By their attorneys,

By its attorneys,

/s/ Margaret H. Paget

David A. Brown (BBO# 556161)
Margaret H. Paget (BBO# 567679)
SHERIN AND LODGEN LLP
101 Federal Street
Boston, Massachusetts 02110
Telephone: (617) 646-2000

and

Susan B. Flohr, Esq.
Michael D. White, Esq.
BLANK ROME LLP
600 New Hampshire Ave, NW
Washington, DC 20037
Telephone: (202) 772-5870
Facsimile: (202) 572-1407

/s/ Geri L. Haight

H. Joseph Hameline (BBO# 218710)
Geri L. Haight (BBO# 638185)
Philip J. Catanzano (BBO# 654873)
**MINTZ, LEVIN, COHN, FERRIS,
GLOVSKY AND POPEO, P.C.**
One Financial Center
Boston, Massachusetts 02111
Telephone: (617) 542-6000

Dated: March 30, 2006

Certificate of Service

I hereby certify that on this date, I caused a true and accurate copy of the foregoing document to be served upon Margaret H. Paget, Esq., SHERIN AND LODGEN LLP, 101 Federal Street, Boston, MA 02110, by complying with this Court's Administrative Procedures for Electronic Case Filing.

Dated: March 30, 2006

/s/ Geri L. Haight
Geri L. Haight